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**GUANGDONG ADWAY CONSTRUCTION (GROUP) HOLDINGS COMPANY LIMITED\***

**廣東愛得威建設(集團)股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 6189)**

**ELECTION OF NEW SESSION OF THE BOARD OF DIRECTORS,  
ELECTION OF NEW SESSION OF THE SUPERVISORY COMMITTEE  
AND  
RETIREMENT OF EMPLOYEE REPRESENTATIVE SUPERVISOR  
AND ELECTION OF EMPLOYEE REPRESENTATIVE SUPERVISOR**

The board (the “**Board**” or “**Board of Directors**”) of directors (the “**Directors**”) of Guangdong Adway Construction (Group) Holdings Company Limited\* (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that:

**ELECTION OF NEW SESSION OF THE BOARD OF DIRECTORS**

Given that the terms of office of all the Directors of the sixth session of the Board of Directors will expire on the date of the forthcoming annual general meeting of the Company (the “**AGM**”), the Company proposes to elect the Directors of the seventh session of the Board of Directors at the AGM in accordance with the requirements of the Company Law of the People’s Republic of China, the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Articles of Association (the “**Articles of Association**”).

Pursuant to the Articles of Association, as nominated by the Nomination Committee (the “**Nomination Committee**”) of the sixth session of the Board of Directors, the sixth session of the Board of Directors has considered and approved the proposed election of Mr. Ye Yujing, Ms. Ye Xiujin, Mr. Ye Guofeng and Mr. Ye Jiajun as candidates for executive Directors of the seventh session of the Board of Directors, Mr. Zhuang Liangbin as candidates for non-executive Director of the seventh session of the Board of Directors, and Mr. Cai Huiming, Mr. Sun Changqing, Mr. Lin Zhiyang and Mr. Zhou Wanxiong as candidates for independent non-executive Directors of the seventh session of the Board of Directors (collectively, the “**Candidates for Board**”).

Biographical details of the Candidates for Directors are set out in Appendix I to this announcement. Each of the Candidates for Directors has confirmed that, as of the date of this announcement, save as disclosed in Appendix I to this announcement: (i) he/she has not held any position of director or supervisor in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) he/she does not have any relationship with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) he/she does not hold any position in the Company or any of its subsidiaries; and (iv) he/she does not have or is not deemed to have any interest in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”)).

In addition, as at the date of this announcement, each of the above candidates for independent non-executive Directors has confirmed to the Company that he (i) has satisfied the independence criteria set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) has no other factors that may affect his independence. The Company has assessed their independence and considers that they meet the independence criteria as set out in Rule 3.13 of the Listing Rules and are independent.

According to the Articles of Association, the term of office of the seventh session of the Board of Directors is three years, and the term of office of the Candidates for Directors shall be effective from the date of approval by the shareholders of the Company (the “Shareholders”) at the AGM until the expiry of the term of office of the seventh session of the Board of Directors. The Company will announce the composition arrangement of the relevant committees of the Board, if any change, as soon as possible after the approval of the appointment of the relevant Candidates for Directors at the AGM.

Save as disclosed above, the Board is not aware of any other matters in relation to the election of Directors that need to be brought to the attention of the Shareholders or to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

## **ELECTION OF NEW SESSION OF THE SUPERVISORY COMMITTEE**

As the term of office of all the supervisors (the “Supervisors”) of the sixth session of supervisory committee of the Company (the “Supervisory Committee”) will expire on the date of the AGM, the Company proposes to elect the Supervisors (excluding the employee representative Supervisors) of the seventh session of Supervisory Committee at the AGM in accordance with the requirements of the Company Law of the People’s Republic of China and the Articles of Association.

According to the Articles of Association, the sixth session of Supervisory Committee has considered and approved the proposed election of Mr. Li Rui (李銳) as a candidate for independent Supervisor of the seventh session of Supervisory Committee and Mr. Liu Yi (劉毅) as a candidate for Shareholder representative Supervisor of the seventh session of Supervisory Committee (collectively, the “**Candidates for Supervisors**”).

Biographical details of the Candidates for Supervisors are set out in Appendix II to this announcement. Each of the Candidates for Supervisors has confirmed that, as of the date of this announcement, save as disclosed in Appendix II to this announcement: (i) he has not held any position of director or supervisor in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) he does not have any relationship with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) he does not hold any position in the Company or any of its subsidiaries; and (iv) he does not have or is not deemed to have any interest in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO).

According to the Articles of Association, the term of office of the seventh session of the Supervisory Committee is three years. The term of office of Candidates for Supervisors shall be effective from the date of approval by the Shareholders at the AGM until the expiry of the term of office of the seventh session of the Supervisory Committee.

Save as disclosed above, the Board and the Supervisory Committee are not aware of any other matters in relation to the election of Supervisors that need to be brought to the attention of the Shareholders or to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

## **RETIREMENT OF EMPLOYEE REPRESENTATIVE SUPERVISOR AND ELECTION OF EMPLOYEE REPRESENTATIVE SUPERVISOR**

Due to other work arrangements, Mr. Ye Weizhou will retire from his position as an employee representative Supervisor and will not offer himself for re-election as an employee representative Supervisor of the seventh session of the Supervisory Committee. His resignation will take effect from the date of the AGM. Mr. Ye Weizhou has confirmed that he has no disagreement with the Board and the Supervisory Committee in any respect and there are no other matters relating to his retirement that need to be brought to the attention of the Shareholders. The Board and the Supervisory Committee would like to take this opportunity to express their sincere gratitude to Mr. Ye Weizhou for his contribution during his tenure as an employee representative Supervisor.

The Company held the employee representative meeting on 23 May 2024, at which Ms. Lin Jinhao (林錦好) was elected as the employee representative Supervisor of the seventh session of the Supervisory Committee. The term of office of her is the same as that of other Supervisors of the seventh session of the Supervisory Committee for a term of three years, effective from the date of the AGM to the date of expiry of the term of office of the seventh session of the Supervisory Committee. Ms. Lin Jinhao will jointly form the seventh session of the Supervisory Committee with the Supervisors elected at the AGM.

The biographical details of Ms. Lin Jinhao are set out in Appendix III to this announcement. Ms. Lin Jinhao has confirmed that, as of the date of this announcement, save as disclosed in Appendix III to this announcement: (i) she has not held any position of director or supervisor in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) she does not have any relationship with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) she does not hold any position in the Company or any of its subsidiaries; and (iv) she does not have or is not deemed to have any interest in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO). Save as disclosed above, the Board and the Supervisory Committee are not aware of any other matters in relation to the election of Ms. Lin Jinhao that need to be brought to the attention of the Shareholders or to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

By order of the Board  
**Guangdong Adway Construction (Group) Holdings Company Limited\***  
**Ye Yujing**  
*Chairman*

Shenzhen, the PRC, 24 May 2024

*As at the date of this announcement, the Board comprises Mr. Ye Yujing, Ms. Ye Xiujin, Mr. Ye Guofeng and Mr. Ye Jiajun as executive Directors; Mr. Zhuang Liangbin as non-executive Director; and Mr. Cai Huiming, Mr. Sun Changqing, Mr. Lin Zhiyang and Mr. Zhou Wanxiong as independent non-executive Directors.*

\* *For identification purpose only*

## APPENDIX I

### BIOGRAPHICAL DETAILS OF THE CANDIDATES FOR DIRECTORS

**Mr. YE Yujing** (葉玉敬), aged 58, one of the founders of the Group, has been the Chairman and an executive Director of the Company since its establishment on 18 December 1996. Mr. Ye was the chief executive officer of the Company from 10 April 2012 to 20 October 2023 and is primarily responsible for the Group's development, strategic planning, positioning and overall operational management. Mr. Ye currently also serves as the chairman of the Strategy Committee of the Board (the "**Strategy Committee**") and a member of the Nomination Committee. Mr. Ye is the husband of Ms. Ye Xiujin (executive Director of the Company), the father of Mr. Ye Guofeng (executive Director of the Company) and Mr. Ye Jiajun (executive Director of the Company) and father-in-law of Mr. Zhuang Liangbin (the non-executive Director of the Company). Mr. Ye completed an education programme in civil engineering offered by China University of Geosciences (中國地質大學) in July 2007 and subsequently obtained his executive master of business administration (EMBA) from Xiamen University (廈門大學) in June 2016. Mr. Ye has over 30 years of experience in the civil engineering and construction industries. Prior to the establishment of the Company, Mr. Ye had worked as a sales executive in the second engineering department of Shenzhen Wenye Decoration Design Engineering Company Limited\* (深圳市文業裝飾設計工程有限公司) (currently known as Shenzhen Wenye Decoration Design Engineering Joint-Stock Company Limited\* (深圳市文業裝飾設計工程股份有限公司)) from January 1987 to January 1993, and as a manager in the Xincheng decoration department of Shenzhen Bao'an District Decoration Construction Consolidated Company Limited\* (深圳市寶安區裝飾工程聯合公司新城裝飾部) from February 1993 to October 1996. Mr. Ye was a member of the sixth and seventh session of the Luhe County Guangdong Province Committee of the Chinese People's Political Consultative Conference (CPPCC) (廣東省陸河縣政協). Mr. Ye currently is a member of the 5th standing committee and the vice president of the Social Committee of the Futian District of Shenzhen Committee of CPPCC (深圳市福田區政協委員會) and is also a member of the 8th Standing Committee of the Luhe County Guangdong Province Committee of CPPCC, a member of the Central Economic Committee of China Democratic League (中國民主同盟), the vice president of the Public Administration Committee and the vice president of Futian Branch of Shenzhen Committee of China Democratic League, and the honourable president of the Hong Kong Shanwei Luhe Overseas Association (香港汕尾市陸河海外聯誼總會), a standing director of the China Building Decoration Association (中國建築裝飾協會), the vice president of Federation of Shenzhen Industries, the vice president of the Shenzhen Decoration Association, the executive vice president of Shenzhen City Fuyi Public Welfare Foundation (深圳市福醫基金會). Mr. Ye was awarded by CBD Association as "National Outstanding Entrepreneur of Building Decoration Industry"\* (全國建築裝飾行業優秀企業家) and "National Outstanding Project Manager of Building Decoration Industry"\* (全國建築裝飾行業優秀項目經理) in December 2009 and June 2014 respectively. Mr. Ye was qualified as a senior engineer (高級工程師) in May 2009 and acquired the Certificate of Registration of Constructor of the PRC (中華人民共和國一級建造師註冊證書) in February 2009.

In accordance with Part XV of the SFO, as at the date of the announcement, Mr. Ye personally held 67,694,000 Domestic Shares and was deemed to be interested in 15,504,000 Domestic Shares held by his spouse, Ms. Ye Xiujin.

Subject to the approval of the election of Mr. Ye as an executive Director at the AGM, the Company will enter into a service contract with Mr. Ye, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry of the term of the seventh session of the Board of Directors. Mr. Ye will not receive any director's fee but is entitled to a discretionary bonus to be determined by the Board based on the recommendations of the Remuneration Committee of the Board (the "**Remuneration Committee**"), taking into account his duties and responsibilities with the Company, the expected contribution to the Company and the prevailing market conditions.

**Ms. YE Xiujin** (葉秀近), aged 57, was appointed as an executive Director of the Company on 1 July 2008. Ms. Ye joined the Company since its establishment and has been primarily responsible for advising on the strategic development and corporate governance of the Company, formulating the Company's corporate and business strategies, and providing assistance to Mr. Ye Yujing. She has also worked in the accounting department of the Company. Ms. Ye is the wife of Mr. Ye Yujing (executive Director of the Company), the mother of Mr. Ye Guofeng (executive Director of the Company) and Mr. Ye Jiajun (executive Director of the Company) and mother-in-law of Mr. Zhuang Liangbin (the non-executive Director of the Company). Ms. Ye acquired the qualification of accountant issued by the Ministry of Finance of the People's Republic of China (中華人民共和國財政部) in May 2000.

In accordance with Part XV of the SFO, as at the date of the announcement, Ms. Ye personally held 15,504,000 Domestic Shares and was deemed to be interested in 67,694,000 Domestic Shares held by her spouse, Mr. Ye Yujing.

Subject to the approval of the election of Ms. Ye as an executive Director at the AGM, the Company will enter into a service contract with Ms. Ye, pursuant to which her term of office will commence from the date of approval by the Shareholders at the AGM until the expiry of the term of the seventh session of the Board of Directors. Ms. Ye will not receive any director's fee but is entitled to a discretionary bonus to be determined by the Board based on the recommendations of the Remuneration Committee, taking into account her duties and responsibilities with the Company, the expected contribution to the Company and the prevailing market conditions.

**Mr. YE Guofeng** (葉國鋒), aged 36, was appointed as an executive Director of the Company on 30 July 2013. Mr. Ye currently also serves as a member of the Remuneration Committee and Strategy Committee. Mr. Ye joined the Company on 15 September 2011 and worked as an assistant to Mr. Ye Yujing starting from April 2012. He was later promoted to the position of marketing director and manager of the procurement department in May 2014. Mr. Ye is currently responsible for advising on strategic development and corporate governance of the Group. Mr. Ye is the son of Mr. Ye Yujing (executive Director of the Company) and Ms. Ye Xiujin (executive Director of the Company), the elder brother of Mr. Ye Jiajun (executive Director of the Company) and the elder uncle of Mr. Zhuang Liangbin (the non-executive Director of the Company). Mr. Ye graduated with an associate degree from Shenzhen Polytechnic (深圳職業技術學院) majored in construction management in June 2011. He later completed the top-up courses in civil engineering (construction) offered by China University of Geosciences (中國地質大學) through online education in July 2014 and obtained a bachelor's degree in engineering in December 2014. Mr. Ye was qualified as a safety officer (安全員) and a decoration construction officer (裝飾施工員) issued by Guangdong Construction Education Association (廣東省建設教育協會) in November 2011. Mr. Ye was also awarded as “Outstanding Entrepreneur of China Building Decoration in the past thirty years\* (中國建築裝飾三十年優秀企業家)” by the CBD Association and China Construction Newspaper (中華建築報社) in December 2014.

In accordance with Part XV of the SFO, as at the date of the announcement, Mr. Ye was interested in 6,075,000 Domestic Shares through corporations held by him.

Subject to the approval of the election of Mr. Ye as an executive Director at the AGM, the Company will enter into a service contract with Mr. Ye, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry of the term of the seventh session of the Board of Directors. Mr. Ye will not receive any director's fee but is entitled to a discretionary bonus to be determined by the Board based on the recommendations of the Remuneration Committee, taking into account his duties and responsibilities with the Company, the expected contribution to the Company and the prevailing market conditions.

**Mr. YE Jiajun** (葉家俊), aged 30, was appointed as executive Director of the Company on 28 August 2020. Mr. Ye currently also serves as a member of the Strategy Committee of the Company. Mr. Ye joined the Company in August 2019 as the assistant to the general manager of the engineering management center to provide assistance in engineering project management. He began serving as the assistant to the Chairman since May 2020. Mr. Ye worked as the project manager in the investment department of Shenzhen Longbai Capital Investment Management Ltd from October 2017 to July 2019. Mr. Ye is the son of Mr. Ye Yujing (executive Director of the Company) and Ms. Ye Xiujin (executive Director of the Company), the younger brother of Mr. Ye Guofeng (executive Director of the Company) and the younger uncle of Mr. Zhuang Liangbin (the non-executive Director of the Company). Mr. Ye graduated from Guangdong University of Foreign Studies\* (廣東外語外貿大學) with a bachelor's degree in finance in July 2017.

In accordance with Part XV of the SFO, as at the date of the announcement, Mr. Ye personally held 1,000,000 Domestic Shares.

Subject to the approval of the election of Mr. Ye as an executive Director at the AGM, the Company will enter into a service contract with Mr. Ye, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry of the term of the seventh session of the Board of Directors. Mr. Ye will not receive any director's fee but is entitled to a discretionary bonus to be determined by the Board based on the recommendations of the Remuneration Committee, taking into account his duties and responsibilities with the Company, the expected contribution to the Company and the prevailing market conditions.

#### **Non-executive Director**

**Mr. ZHUANG Liangbin** (莊良彬), aged 38, was appointed as the non-executive Director of the Company on 11 June 2021. Mr. Zhuang is the son-in-law of Mr. Ye Yujing (executive Director of the Company) and Ms. Ye Xiujin (executive Director of the Company), the younger brother-in-law of Mr. Ye Guofeng (executive Director of the Company) and also the elder brother-in-law of Mr. Ye Jiajun (executive Director of the Company). Mr. Zhuang obtained a bachelor's degree of environmental art design from South China Normal University in 2011. Mr. Zhuang worked with Mingdiao Decoration Group from 2011 to 2013. He had been responsible for business development and setting the design concepts as the manager of design department of Yayuan Decoration Group from 2013 to 2015. He has been the supervisor and partner of Zhuangziren Design Ltd since 2017.



Subject to the approval of the election of Mr. Zhuang as a non-executive Director at the AGM, the Company will enter into an appointment letter with Mr. Zhuang, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry date of the term of the seventh session of the Board. Mr. Zhuang will be entitled to an annual director's fee of RMB48,000 (tax inclusive), which is determined by the Remuneration Committee and the Board with reference to his duties and responsibilities with the Company and the prevailing market conditions and will be reviewed annually by the Remuneration Committee and the Board.

### **Independent Non-executive Directors**

**Mr. CAI Huiming** (蔡慧明), aged 59, was appointed as the independent non-executive Director of the Company on 26 October 2021. Mr. Cai also serves as the chairman of the Audit Committee of the Board (the “**Audit Committee**”) and member of the Remuneration Committee. Mr. Cai is a Chinese Certified Public Accountant and a Chinese Certified Tax Agent, holds a bachelor's degree in finance management from Hunan University of Technology and a master of business administration (MBA) from New York Institute of Technology. He possesses over 30 years of extensive experience in financial management and corporate governance. In 2004, Mr. Cai joined Renrenle Commercial Group Co., Ltd\* (人人樂連鎖商業(集團)有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002336.SZ) (“**Renrenle**”). He held multiple key roles within Renrenle, such as acting as chief financial officer (from October 2007 to November 2013), the president (from June 2013 to October 2015) and he served as an executive director of Renrenle from October 2007 to December 2019 (among which he acted as vice chairman of Renrenle from November 2016 to December 2019). He is currently acting as the vice chairman and the secretary of board of directors of Renrenle. Before joining Renrenle, Mr. Cai served as the director of Shenzhen Zhongqi South China Accounting Firm.

Subject to the approval of the election of Mr. Cai as an independent non-executive Director at the AGM, the Company will enter into an appointment letter with Mr. Cai, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry date of the term of the seventh session of the Board. Mr. Cai will be entitled to an annual director's fee of RMB80,000 (tax inclusive), which is determined by the Remuneration Committee and the Board with reference to his duties and responsibilities with the Company and the prevailing market conditions and will be reviewed annually by the Remuneration Committee and the Board.

**Mr. SUN Changqing** (孫常青), aged 50, was appointed as an independent non-executive Director of the Company on 24 June 2022. Mr. Sun currently also serves as the chairman of the Remuneration Committee and a member of the Audit Committee, Nomination Committee and Strategy Committee. Mr. Sun graduated from Yulin University in Shaanxi Province in June 1995, obtained a bachelor's degree in physics education, and obtained a master's degree in business administration from Newport University, the United States of America in May 2006. Mr. Sun served as a consultant, deputy general manager, and general manager of Shenzhen Nan Sheng De Management Company Limited\* (深圳市南晟德管理顧問有限公司) from May 1996 to March 2012. He has been the chairman of Shaanxi Rui Fu Xing Biological Technology Company Limited\* (陝西瑞福興生物科技有限公司) since September 2012.

Subject to the approval of the election of Mr. Sun as an independent non-executive Director at the AGM, the Company will enter into an appointment letter with Mr. Sun, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry date of the term of the seventh session of the Board. Mr. Sun will be entitled to an annual director's fee of RMB60,000 (tax inclusive), which is determined by the Remuneration Committee and the Board with reference to his duties and responsibilities with the Company and the prevailing market conditions and will be reviewed annually by the Remuneration Committee and the Board.

**Mr. LIN Zhiyang** (林志揚), aged 68, was appointed as an independent non-executive Director of the Company on 21 August 2015. Mr. Lin also currently serves as the chairman of the Nomination Committee and a member of the Audit Committee and Strategy Committee. Mr. Lin obtained his bachelor degree, master degree and doctorate degree all in economics from Xiamen University (廈門大學) in February 1980, February 1985 and September 2002, respectively. Mr. Lin had been working in Xiamen University since February 1985. He was appointed as the vice dean of the Corporate Management Department under the School of Economics from October 1987 to October 1996, and was then promoted to the vice president of the School of Management, Xiamen University and the dean of Corporate Management Department in this university from October 1996 to March 1999. He served as the vice president and the secretary of the party committee of the School of Management from March 1999 to October 2007, and from October 2007 to January 2013, respectively. Mr. Lin was a professor and a PhD tutor in the School of Management but now retired. Mr. Lin has served as independent directors in several companies listed on the Shanghai Stock Exchange or the Shenzhen Stock Exchange, including Fujian Longxi Bearing (Group) Co., Ltd\* (福建龍溪軸承(集團)股份有限公司) (stock code: 600592.SH) from April 2008 to March 2014, Fujian Expressway Development Co., Ltd\* (福建發展高速公路股份有限公司) (stock code: 600033.SH) from April 2009 to June 2015, Sanan Optoelectronics Co., Ltd\* (三安光電股份有限公司) (stock code: 600703.SH) from November 2007 to November 2013, Fujian Guanfu Modern House hold Joint-stock Company Limited\* (福建冠福現代家用股份有限公司) (stock code: 002102.SZ) from October 2008 to June 2015 and Joeone Co., Ltd (九牧王股份有限公司) (stock

code: 601566.SH) from May 2019 to May 2022. He served as an independent director in Taiya Shoes Co., Ltd.\* (泰亞鞋業股份有限公司) (now known as Kingnet Network Co., Ltd.\* (愷英網絡股份有限公司)) (stock code: 002517.SZ), a company listed on the Shenzhen Stock Exchange, Clenergy (Xiamen) Technology Co., Ltd (清源科技(廈門)股份有限公司) (stock code: 603628.SH), a company listed on the Shanghai Stock Exchange, and Fujian Zhangzhou Development Co., Ltd.\* (福建漳州發展股份有限公司) (stock code: 000753.SZ), a company listed on the Shenzhen Stock Exchange. Mr. Lin is currently acting as an independent director in Luyan Pharma Co., Ltd. (鷺燕醫藥股份有限公司) (stock code: 002788.SZ), a company listed on the Shenzhen Stock Exchange.

Subject to the approval of the election of Mr. Lin as an independent non-executive Director at the AGM, the Company will enter into an appointment letter with Mr. Lin, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry date of the term of the seventh session of the Board. Mr. Lin will be entitled to an annual director's fee of RMB80,000 (tax inclusive), which is determined by the Remuneration Committee and the Board with reference to his duties and responsibilities with the Company and the prevailing market conditions and will be reviewed annually by the Remuneration Committee and the Board.

**Mr. ZHOU Wanxiong** (周萬雄), aged 53, was appointed as an independent non-executive Director of the Company on 24 June 2022. Mr. Zhou graduated from Guangdong Provincial Party School in political science and law in March 2001. He obtained a master's degree in business administration from the California University of Management (USA) in November 2006, a bachelor's degree in administrative management from Xiangtan University in November 2009 and a master's degree in public administration from Xiangtan University in December 2015. Mr. Zhou worked at Beijing Innovation and Technology Institute\* (北京創新科技研究所) successively as a researcher and deputy director from June 2001 to October 2018. He has been working in Shenzhen City Southern Privately Run Science and Technology Institute since May 2003 and currently serves as the dean. From November 2017 to the present, he has been serving as the vice chairman of the Futian Science and Technology Association of Shenzhen. Mr. Zhou is currently the vice chairman of the Non-Party Intellectuals Friendship Association of Guangdong province, chairman of Futian Non-Party Intellectuals Friendship Association of Shenzhen city, and a member of the 8th Futian National People's Congress Standing Committee; Mr. Zhou is a national soft issue researcher, a visiting professor of Shenzhen Training Base of the National People's Congress and Shenzhen University, an expert of Thinking Tank of Guangdong Institute of Socialism, an expert of Guangdong nonparty intellectuals, and an expert of united front, law, policies, science and technology industry and economic Thinking Tank.

Subject to the approval of the election of Mr. Zhou as an independent non-executive Director at the AGM, the Company will enter into an appointment letter with Mr. Zhou, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry date of the term of the seventh session of the Board. Mr. Zhou will be entitled to an annual director's fee of RMB60,000 (tax inclusive), which is determined by the Remuneration Committee and the Board with reference to his duties and responsibilities with the Company and the prevailing market conditions and will be reviewed annually by the Remuneration Committee and the Board.

## APPENDIX II

### BIOGRAPHICAL DETAILS OF THE CANDIDATES FOR SUPERVISORS

**Mr. LI Rui (李銳)**, aged 46, was appointed as an independent Supervisor of the Company and the chairman of the Supervisory Committee on 1 June 2021. Mr. Li obtained a bachelor degree of metallurgical physical chemistry from Central South University in 2001. Mr. Li served as a secretary of the chairman and then as the marketing manager in China Resources Vanguard Co., Ltd. from October 2001 to March 2005, as the marketing manager and then the sales director in Shenzhen Emo Lifestyle Co., Ltd from April 2005 to April 2007, and as an assistant to chairman (responsible for investment and mergers & acquisition) in Shenzhen Bond Culture Development Co., Ltd from April 2007 to April 2011. Mr. Li has been the chairman of Shenzhen New Classroom Culture Development Co., Ltd\* (深圳市新課堂文化發展有限公司) since June 2012, and concurrently as the general manager of Shenzhen Youju Education Development Co., Ltd\* (深圳市優聚教育發展有限公司) since March 2019.

Subject to the approval of the election of Mr. Li as an independent Supervisor at the AGM, the Company will enter into a service contract with Mr. Li, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry of the term of the seventh session of the Supervisory Committee. Mr. Li will not be entitled to any remuneration as an independent Supervisor unless otherwise determined by the Board based on the recommendation of the Remuneration Committee and with reference to the remuneration policy of the Company.

**Mr. LIU Yi (劉毅)**, aged 63, was appointed as a shareholder representative Supervisor of the Company on 15 December 2023. He holds a bachelor's degree and graduated from Xi'an Sport University with a basketball major in 1983. He was served as the director of the Xinjiang branch office of the Company from 2006 to 2016. He has previously worked as the manager and an entrepreneur of Xinjiang Uygur Autonomous Region Construction Materials Company Material Distribution Company\* (新疆維吾爾自治區建築材料公司物資經銷公司).

In accordance with Part XV of the SFO, as at the date of the announcement, Mr. Liu personally held 510,000 Domestic Shares

Subject to the approval of the election of Mr. Liu as a shareholder representative Supervisor at the AGM, the Company will enter into a service contract with Mr. Liu, pursuant to which his term of office will commence from the date of approval by the Shareholders at the AGM until the expiry of the term of the seventh session of the Supervisory Committee. Mr. Liu will not be entitled to any remuneration as a shareholder representative Supervisor unless otherwise determined by the Board based on the recommendation of the Remuneration Committee and with reference to the remuneration policy of the Company.

### APPENDIX III

#### BIOGRAPHICAL DETAILS OF THE EMPLOYEE REPRESENTATIVE SUPERVISOR

**Ms. Lin Jinhao** (林錦好), aged 43, joined the Company in 2009. She used to be the assistant to the director of the project implication center of the Company. She is now the deputy director of the archives office of the president's office of the Company, and currently serves as the chairman of the fifth session of the labor union of the Company. Prior to joining the Company, Ms. Lin was a self-employed entrepreneur.

Ms. Lin graduated from Southwest University of Science and Technology with a an associate degree in construction engineering technology in 2022.

The Company will enter into a service contract with Ms. Lin, She will not receive any supervisor's fee from the Company for serving as an employee representative supervisor, but will receive corresponding remuneration based on her position in a specific management position in the Company.